

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION

BARBARA LODER HILDEBRANDT,)
Plaintiff,)
vs.) Case No. C-1-02-0003
HYATT CORPORATION, et al.) Judge Beckwith
Defendants.) Magistrate Judge Sherman

AFFIDAVIT OF BRIAN BOOTH

STATE OF ILLINOIS }
 } ss:
COUNTY OF LAKE }

BEFORE ME, the undersigned authority, personally appeared, BRIAN BOOTH, who, after first being duly sworn, deposes and states that he is an adult person, over 18 years of age, competent to testify as to the following matters as to which he has personal knowledge or which he believes to be true:

1. I have been employed with Hyatt since March 1992. I am currently the Director of Sales for the Central National Sales Office, and I have held this position since December 2000. In this position, I am responsible for the National Sales Force's Central National Sales Office. In this position, I am responsible for the employment all of the sales personnel in the Central National Sales Office, including evaluations, quotas, and other matters related to their job duties and employment.



2. I am familiar with the employment of Barbara Loder Hildebrandt, who worked as a Director of National Accounts in the Central National Sales Office, prior to the elimination of her position on or about September 28, 2001.

3. After I had been in my position as Director of Sales for approximately six months, I gave the sales personnel in my region a mid-year evaluation.

4. This evaluation was not designed to be any form of discipline, but it was designed to familiarize the sales personnel with the new evaluation form and to give each sales person a guide as to his or her performance during the first half of the year.

5. I evaluated each member of my sales team, including Plaintiff Barbara Loder Hildebrandt.

6. Attached as Exhibit 1 to this Affidavit are copies of all of the mid-year evaluations for some of the members of my sales staff. Because these evaluations were not designed or meant to be placed as formal evaluations into the personnel files of the sales staff, I did not maintain copies of these evaluations and have not been able to locate the mid-year evaluations for the remaining sales personnel of the Central National Sales Office.

7. The documents in Exhibit 1 are true and correct copies of the mid-year evaluations for Carol Buseman, Denise Cmiel, Molly Crompton, Melissa Daniels, Mark Henry, Fred Reichelt, and Barbara Hildebrandt.

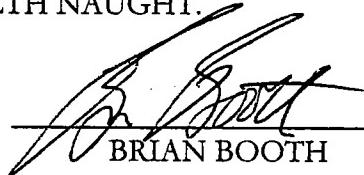
8. The overall evaluations for each individual listed in Paragraph 7 are as follows:
Carol Buseman—Meets Expectations, Denise Cmiel—Exceeds Expectations, Molly Crompton—Meets Expectations, Melissa Daniels—Meets Expectations, Mark Henry—

Exceeds Expectations, Fred Reichelt—Exceeds Expectations, and Barbara Hildebrandt—Meets Expectations.

9. The mid-year reviews of the individuals in the Central National Sales Office were based strictly on their performance in various categories, and accurately reflected my assessment of their performance during the first six months of 2001.

10. The reviews of these individuals were in no way based on the individuals' age or gender.

FURTHER AFFIANT SAYETH NAUGHT.

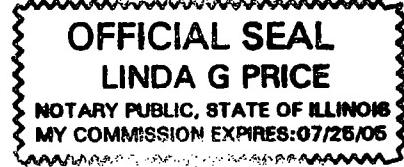


BRIAN BOOTH

SWORN TO and SUBSCRIBED before me this 24th day of February 2003
by BRIAN BOOTH, Director of Sales for the Central National Sales Office for HYATT
Hotels Corporation, who is personally known to me or has produced
as identification.



Linda G. Price
NOTARY PUBLIC, STATE OF ILLINOIS



FINANCIAL MANAGEMENT (60%)

- IN Production achievement versus quota
- EE Account Penetration. Sales activity
- ME Fiscal responsibility/budgets
- ME Understanding and knowledge of Future Group Revenue Targets

Percentage Earned: 42%

Rating: Improvement Needed

Comments:

Difficult first half of 2001. Increase production from current level of 80%. Huge number of referrals @ 270..

BUSINESS RELATIONSHIPS (20%)

- EE Customer Relationships
- EE Field Relationships/All levels
- EE NSO Relationships/Employee Relationships
- EE Customer event participation
- EE Conflict resolution

Percentage Earned: 16%

Rating: Exceeds Expectations

Comments:

Very solid with both customer and field sales relationships. You are dependable in getting customers to Hyatt events.

ADMINISTRATIVE (10%)

- ME Timeliness of projects and/or reports
- EE Accuracy/updating of Organizations and comments
- EE Efficient use of time and resources
- ME Booking updates

Percentage Earned: 8%

Rating Earned: Exceeds Expectations

Comments:

Appropriate use of time and resources. Need to be fiscally responsible, as budget limits will remain in place for remainder of year. Keep on top of due dates. Important to make sure that contact profiles are "current".

EXHIBIT

K-1

PROFESSIONAL/PERSONAL DEVELOPMENT (10%)

- RM Industry/community Networking
- EE Involvement in Industry and/or Hyatt Events
- RM Personal and Professional Education/Training
- EE Mentorship/Leadership

Percentage Earned: 10%

Rating: Role Model

Comments:

Carol you are always looking for ways to increase Hyatt's exposure. Important role you fill with you as PSS instructor. Mentor for the younger members of staff.

DIRECTOR'S DISCRETION (BONUS 10%)

(i.e. team player, ethics, loyalty, initiative, book direct, etc.)

Percentage Earned: 9%

Comments:

Very positive team player. Loyal, willing to assist other team members with various projects. Knowledgeable about the company and willing to pass on culture to newer employees.

Proposed Goal Review

- Achievement of production quota
- Increase amount of time prospecting/profiling business
- Be fiscally responsible while executing sales plan.
- Address issues with myself to keep me advised.
- Contact profiles must be updated and contain current information

Overall Rating: Meets Expectations

FINANCIAL MANAGEMENT (60%)

- EE Production achievement versus quota
- EE Account Penetration. Sales activity
- ME Fiscal responsibility/budgets
- ME Understanding and knowledge of Future Group Revenue Targets

Percentage Earned: 45%

Rating: Exceeds Expectations

Comments:

Solid production results at 109% of production quota. Nice job in working SBA to uncover potential for the account. Healthy transaction activity with 163 referrals and 194 tentatives.

BUSINESS RELATIONSHIPS (20%)

- EE Customer Relationships
- ME Field Relationships/ All levels
- EE NSO Relationships/Employee Relationships
- EE Customer event participation
- EE Conflict resolution

Percentage Earned: 16%

Rating: Exceeds Expectations

Comments:

Solid relationships with your customers. You are respected among your peers. I caution you not to be too critical of the Field Sales force. Need to nurture "field" relationships to get what you want accomplished.

ADMINISTRATIVE (10%)

- EE Timeliness of projects and/or reports
- ME Accuracy/updating of Organizations and comments
- EE Efficient use of time and resources
- ME Booking updates

Percentage Earned: 7%

Rating Earned: Meets Expectations

Comments:

Good use of time and resources. Closely monitor expenses as budget restrictions are going to remain in place during second half of year. Keep contact profiles updated and complete. Use the month end reports to highlight your prospecting activities and industry participation.

PROFESSIONAL/PERSONAL DEVELOPMENT (10%)

ME	Industry/community Networking
EE	Involvement in Industry and/or Hyatt Events
ME	Personal and Professional Education/Training
EE	Mentorship/Leadership

Percentage Earned: 7%

Rating: Meets Expectations

Comments

Strong customer involvement with Hyatt events. Want to see you expand your involvement with appropriate industry events. Use your experience to assist newer team members when the opportunities arise.

DIRECTOR'S DISCRETION (BONUS 10%)

(i.e. team player, ethics, loyalty, initiative, book direct, etc.)

Percentage Earned: 7%

Comments:

Good book-direct percentage at 49.4%. You take initiative to get involved with projects (CNSO tradeshow) and get your customers to attend Hyatt sponsored events.

Proposed Goal Review

- Achievement of Quota
- Increase amount of time prospecting/profiling of accounts
- Fiscally responsible while at the same time executing your sales plan.
- Assist newer members on team

Overall Rating: Exceeds Expectations

Molly Crompton

FINANCIAL MANAGEMENT (60%)

- EE Production achievement versus quota
- ME Account Penetration, Sales activity
- ME Fiscal responsibility/budgets
- ME Understanding and knowledge of Future Group Revenue Targets

Percentage Earned: 45%

Rating: Meets Expectations

Comments:

131% achievement of production quota. Beginning to build referral and tentative activity (currently 70 referrals and 78 tentatives). I can see you gaining confidence within your market. Keep up the intensity with your sales activities (calls, entertainment, prospecting/profiling).

BUSINESS RELATIONSHIPS (20%)

- EE Customer Relationships
- EE Field Relationships/All levels
- EE NSO Relationships/Employee Relationships
- ME Customer event participation
- ME Conflict resolution

Percentage Earned: 14%

Rating: Exceed Expectations

Comments:

I am very pleased with the strength of your customer relationships. Work on getting your customers to Hyatt events. Continue to build relationships with "Field Sales".

ADMINISTRATIVE (10%)

- EE Timeliness of projects and/or reports
- ME Accuracy/updating of Organizations and comments
- ME Efficient use of time and resources
- ME Booking updates

Percentage Earned: 7%

Rating Earned: Meets Expectations

Comments:

You are timely with your reports and/or projects. Great relationship with your assistant Shynell. As you learn more about your accounts, make sure that contact profiles and organization and booking comments are up to date. Be sure to delegate projects/assignments to your assistant.

PROFESSIONAL/PERSONAL DEVELOPMENT (10%)

- ME Industry/community Networking
- ME Involvement in Industry and/or Hyatt Events
- ME Personal and Professional Education/Training
- ME Mentorship/Leadership

Percentage Earned: 7%

Rating: Meets Expectations

Comments:

Keep efforts up to get your customers to appropriate Hyatt events. Continue to ask questions of myself or your peers to increase your understanding of a particular situation. Look for opportunities to enhance you personal and/or professional education.

DIRECTOR'S DISCRETION (BONUS 10%)

(i.e. team player, ethics, loyalty, initiative, book direct, etc.)

Percentage Earned: 8%

Comments:

Improvement in your book-direct percentage, now 23.8%. High energy, motivated, willing to take initiative to take on new accounts.

Proposed Goal Review

- Achievement of Quota
- Continue focus on prospecting/profiling new accounts.
- Increase participation levels with peers at sales meetings
- Closely monitor expenses as budget restrictions are going to remain in effect.
- When issues arise be sure and bring them to my attention immediately.

Overall Rating: Meets Expectations

Name: Melissa Daniels

FINANCIAL MANAGEMENT (60%)

- EE Production achievement versus quota
- EE Account Penetration, Sales activity
- ME Fiscal responsibility/budgets
- ME Understanding and knowledge of Future Group Revenue Targets

Percentage Earned: 55%

Rating: Exceeds Expectations

Comments:

Melissa is projected to generate approximately \$4.1 million in group bookings. Over 30% of your bookings were via Book Direct. With restricted budgets for the remainder of 2001, goal will be to execute business plan without sacrificing customer service.

BUSINESS RELATIONSHIPS (20%)

- EE Customer Relationships
- EE Field Relationships/All levels
- EE NSO Relationships/Employee Relationships
- EE Customer event participation
- EE Conflict resolution

Percentage Earned: 18%

Rating: Exceeds Expectations

Comments:

Very steady performer in this area. You have developed a strong base of customer and field relationships. Keep working on these relationships and become familiar with new properties as we have several that will impact your market in the next six months. Be a positive force to the team and separate yourself from those that do not share your positive outlook.

ADMINISTRATIVE (10%)

- EE Timeliness of projects and/or reports
- ME Accuracy/updating of Organizations and comments
- EE Efficient use of time and resources
- EE Booking updates

Percentage Earned: 8%

Rating Earned: Exceeds Expectations

Comments:

Your transition to a home office has gone smoothly. Your inclusion of Shynell with your customers was the right thing to do. With your monthly reports I want you to forecast out several months as to trends you see developing. Keep your key contacts and secured organizations information current.

PROFESSIONAL/PERSONAL DEVELOPMENT (10%)

- EE Industry/community Networking
- EE Involvement in Industry and/or Hyatt Events
- ME Personal and Professional Education/Training
- ME Mentor/Leadership

Percentage Earned: 7%

Rating: Meets Expectations

Comments:

With being out of the office for half of the year, it has been difficult to make much progress in this area. During the second half of the year, getting customers to Hyatt events and working on your personal and/or professional development will be important. It would be good for you to mentor Shynell as she is someone we want to keep with the company.

DIRECTOR'S DISCRETION (BONUS 10%)

(i.e. team player, ethics, loyalty, initiative, book direct, etc.)

Percentage Earned: 8%

Comments:

During the first half of 2001, you have produced solid results and are a team player with the right attitude. As the year progresses, it looks like the budget restrictions will remain (and could even tighten), I expect that you take a leadership role with the team and remain positive with your outlook.

Proposed Goal Review

Melissa has done a solid job during the first half of 2001. She left her accounts and contacts in excellent shape and is expected to make a smooth transition back into the work force.

Below are the items that I want Melissa to work on for the second half of 2001:

- Be creative and work within the set budget.
- Face to face contact with "Key accounts" in Incentive Market to reestablish Hyatt name within the Incentive Market. Focus will be on contacts that were close to Brian Cassidy.
- Plan and execute with Inge Spindola a productive ITME Show for Hyatt Hotels Corporation.
- Create awareness with top customers for the 2002 Tournament of Champions event.
- Update and maintain accurate profiles for "Key Contacts" and Organizations in Envision.
- Take the lead role in the Incentive Market.
- Increase level of prospecting to develop new business.

Overall Rating: **Exceeds Expectations**

EMPLOYEE SELF ASSESSMENT & GOAL SETTING

Name: Melissa Daniels Original Hire Date: 6/13/88
Position: Director, National Accounts Department: Central NSO
Reviewed by: Brian Booth, DOS In Position Since: 4/93

I. Accomplishments

- Continued to promote the Hyatt name amongst the key contacts after Brian Cassidy's departure to show the company's commitment as well as made appropriate introductions for building future relationships with Ty, Jack & Brian.
- Lead monthly conference calls for the Incentive Task Force to keep up with the market trends and discuss overcoming challenges.
- Took the lead role in the Incentive Market.
- Planned and executed a successful IT&ME show w/Inge Spindola.
- Updated and maintained the "secure" contact profiles in Envision as well as the comment sections of the National Incentive houses.
- Met my goal of continuous education to the Incentive houses as well as helped the hotels and houses become better partners. This was accomplished by organizing 4 sales events/presentations for the Incentive market in Minneapolis & St. Louis. This included 2 training/educational sessions with the top 3 houses and our hotels (Maritz, Carlson & BI).
- I reached my Focus 2001 goal of a balanced lifestyle. I began doing Yoga as well as took dance classes with my husband.
- Worked with my assistant Shynell to help her move up through the company. She accepted a job in Catering at the Hyatt Regency O'Hare.
- Continued the upkeep of the Book Direct Spreadsheet and put out updates quarterly.

Page 2
Melissa Daniels
Self Assessment 2001

I. Management Skills

A. Strongest Skills

Business Relationships w/both field & customers, continued to keep a positive attitude amongst peers.

B. Most Development

Production achievement versus quota. This area needs to be worked on in this market with so many houses bidding against one another.

III. Proposed Goals

A. Top Three Business Goals

1. Continue the Educational portion of the Incentive Market to help the hotels and the Houses become better partners.
2. Exceed revenue goals by 10% over the 2002 quota.
3. Continue to guide Inge in her transitioning role from peer amongst the hotels to Director in Incentive Sales.

B. Personal Goal

To continue the balance between business and personal lives so that both will be prosperous.

C. Focus 2002 Goal

Train my new assistant to be a partner with the Incentive Houses so that we as a company remain solid in this market.

Mark Henry

FINANCIAL MANAGEMENT (60%)

- EE Production achievement versus quota
- EE Account Penetration, Sales activity
- ME Fiscal responsibility/budgets
- ME Understanding and knowledge of Future Group Revenue Targets

Percentage Earned: 45%

Rating: Exceeds Expectations

Comments:

Strong month in June pushed YTD production to 111%. Increase amount of time focused on profiling/prospecting for new business. If current trends continue, several of your large customers business may be gone in the next 24 months.

BUSINESS RELATIONSHIPS (20%)

- EE Customer Relationships
- EE Field Relationships/All levels
- ME NSO Relationships/Employee Relationships
- EE Customer event participation
- ME Conflict resolution

Percentage Earned: 15%

Rating: Exceeds Expectations

Comments:

Mark you have some of the strongest customer relationships in the office. As a sign of your relationships, your customers consistently attend the Hyatt events throughout the year. I want

ADMINISTRATIVE (10%)

- EE Timeliness of projects and/or reports
- ME Accuracy/updating of Organizations and comments
- ME Efficient use of time and resources
- ME Booking updates

Percentage Earned: 7%

Rating Earned: Meets Expectations

Comments:

Mark you make good use of your available resources. Look to delegate more to your assistant in order to free up your time for more productive sales activities. Keep your secured contact profiles and organization current in Envision.

PROFESSIONAL/PERSONAL DEVELOPMENT (10%)

- EE Industry/community Networking
- EE Involvement in Industry and/or Hyatt Events
- ME Personal and Professional Education/Training
- ME Mentor/Leadership

Percentage Earned: 7%

Rating: Meets Expectations

Comments:

Mark you have solid relationships with your customers and have a strong presence at industry and Hyatt events. Continue to develop your role as ADOS and begin to review and solve issues not based on what is good for you, but rather what is good for the team.

DIRECTOR'S DISCRETION (BONUS 10%)

(i.e. team player, ethics, loyalty, initiative, book direct, etc.)

Percentage Earned: 7%

Comments:

Strong book-direct percentage of 75%. Good suggestions on how to get team involved

Proposed Goal Review

- Continued Achievement of Quota
- Develop ADOS role
- Increase amount of prospecting/profiling for business

Overall Rating: Exceeds Expectations

FINANCIAL MANAGEMENT (60%)

- IN Production achievement versus quota
- EE Account Penetration. Sales activity
- ME Fiscal responsibility/budgets
- ME Understanding and knowledge of Future Group Revenue Targets

Percentage Earned: 42%

Rating: Meets Expectations

Comments:

Need to increase production levels from present levels of 82%. Must remain under budget for all sales activities for the remainder of the year. Increase amount of solicitation levels for new business.

BUSINESS RELATIONSHIPS (20%)

- EE Customer Relationships
- EE Field Relationships/All levels
- EE NSO Relationships/Employee Relationships
- EE Customer event participation
- EE Conflict resolution

Percentage Earned: 16%

Rating: Exceeds Expectations

Comments:

Solid relationships with customers. Willing to get involved with difficult issues to resolve in a timely manner.

ADMINISTRATIVE (10%)

- ME Timeliness of projects and/or reports
- ME Accuracy/updating of Organizations and comments
- ME Efficient use of time and resources
- ME Booking updates

Percentage Earned: 7%

Rating Earned: Meets Expectations

Comments:

Organization and time management are areas that you need work. Beth could be much more productive if she was given more lead time on projects and clearer notes for reports. You need to communicate to Beth, and be supportive when she is given more work to even out work levels among the assistants.

PROFESSIONAL/PERSONAL DEVELOPMENT (10%)

- EE Industry/community Networking
- EE Involvement in Industry and/or Hyatt Events
- ME Personal and Professional Education/Training
- ME Mentorship/Leadership

Percentage Earned: 8%

Rating: Exceed Expectations

Comments:

Solid effort with your involvement with RCMA and FEA. Always willing to get customers for Hyatt events.

DIRECTOR'S DISCRETION (BONUS 10%)

(i.e. team player, ethics, loyalty, initiative, book direct, etc.)

Percentage Earned: 7%

Comments:

Taking initiative to try new approaches to gain business. Placing business in "distressed months". Loyal to company and willing to work through difficult situations.

Proposed Goal Review

- Achievement of production quota
- Increase amount of time prospecting/profiling accounts
- Work within designated budgets
- Work with Beth to be more open to take on additional assignments.

Overall Rating: Exceeds Expectations

Barbara Loder

7/1/01 (B)

FINANCIAL MANAGEMENT (60%)

- IN Production achievement versus quota
- ME Account Penetration, Sales activity
- EE Fiscal responsibility/budgets
- ME Understanding and knowledge of Future Group Revenue Targets

Percentage Earned: 40%

Rating: Improvement Needed

Comments:

Production for the first half of 2001 at 78.8% or \$3.2 million in-group revenues. Second half of year need to increase sales activities with existing accounts and develop new business. Need to be creative in executing sales plan, as budget restrictions will remain in place.

BUSINESS RELATIONSHIPS (20%)

- EE Customer Relationships
- ME Field Relationships/All levels
- EE NSO Relationships/Employee Relationships
- ME Customer event participation
- ME Conflict resolution

Percentage Earned: 16%

Rating: Exceeds Expectations

Comments:

Barb it is evident that you have solid relationships with your customer base. With new staff coming to NSF be receptive to them as they look to the established players for guidance. With the slow down in the economy, do not get caught up with negative tones about being able to do one's job.

ADMINISTRATIVE (10%)

- EE Timeliness of projects and/or reports
- ME Accuracy/updating of Organizations and comments
- EE Efficient use of time and resources
- ME Booking updates

Percentage Earned: 8%

Rating Earned: Exceeds Expectations

Comments:

Good job with your monthly reports. Do not be "light" with details of what is taking place with your accounts. Focus will be on discovering new business. Further work is needed on keeping contract profiles are updated.

PROFESSIONAL/PERSONAL DEVELOPMENT (10%)

- IN Industry/community Networking
- ME Involvement in Industry and/or Hyatt Events
- ME Personal and Professional Education/Training
- ME Mentors/Leadership

Percentage Earned: 6%

Rating: Meets Expectations

Comments:

Second half of year focus will be to get your customers to the scheduled Hyatt events. Did not see any mention of industry events in your month end reports. Need to increase level of visibility at appropriate industry events. Look forward to hearing how your mentor program is going (be sure to include in month end report).

DIRECTOR'S DISCRETION (BONUS 10%)

(I.e. team player, ethics, loyalty, initiative, book direct, etc.)

Percentage Earned: 8%

Comments:

Barb you have the reputation as a team player, hard working and ethical. Great job with book direct business at 86% for the first half of 2001. When you have issues, be sure and bring them to my attention so I can deploy the proper resources.

Proposed Goal Review

Barbara, for the second half of 2001 I want you to focus on the following:

- Achievement of Quota
- Increase amount of sales activities. Focus on prospecting/profiling of accounts.
- Continue to update and maintain accurate profiles in Envision for your "Key Contacts" and Organizations.
- Get more of your customers to Hyatt Events

Overall Rating: Meets Expectations